

Fill in this information to identify your case:

United States Bankruptcy Court for the:

CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Eclipse Berry Farms, LLC

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 95-4765837

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

11812 San Vicente Blvd, Suite 250  
Los Angeles, CA 90049

Number, Street, City, State & ZIP Code

Los Angeles  
County

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor  
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify:

Debtor **Eclipse Berry Farms, LLC**  
Name

Case number (if known)

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

**B. Check all that apply**

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.**  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<b>See Attachment</b>	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Eclipse Berry Farms, LLC**  
Name

Case number (if known)

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** *(Check all that apply.)*☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☐ 1-49☐ 50-99☐ 100-199☒ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Eclipse Berry Farms, LLC**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**


The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

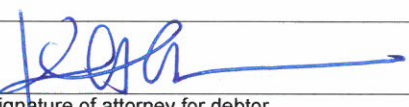
I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 16, 2018**  
MM / DD / YYYY

X   
Signature of authorized representative of debtor  
Title **Chief Restructuring Officer**

**Robert Marcus**  
Printed name

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date **January 16, 2018**  
MM / DD / YYYY

**Kevin H. Morse**  
Printed name

**Saul Ewing Arnstein & Lehr LLP**  
Firm name

**161 North Clark Street**  
**Suite 4200**  
**Chicago, IL 60601**  
Number, Street, City, State & ZIP Code

Contact phone **(312) 876-7100** Email address **kevin.morse@saul.com**

Cal Bar No. 253066  
Bar number and State

Debtor

**Eclipse Berry Farms, LLC**

Name

Case number (if known)

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

CENTRAL DISTRICT OF CALIFORNIA

Case number (if known)

Chapter

**11**☐ Check if this an amended filing**FORM 201. VOLUNTARY PETITION****Pending Bankruptcy Cases Attachment**Debtor **Harvest Moon Strawberry Farms, LLC**

Relationship to you

**Subsidiary**District **U.S. Bankruptcy Court Central  
District of California**

When

Case number, if known

Debtor **Rosalyn Farms, LLC**

Relationship to you

**Subsidiary**District **U.S. Bankruptcy Court Central  
District of California**

When

Case number, if known

Fill in this information to identify the case:

Debtor name Eclipse Berry Farms, LLC

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 202

## Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

### Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 16, 2018

X

  
Signature of individual signing on behalf of debtor

Robert Marcus

Printed name

Chief Restructuring Officer

Position or relationship to debtor

**Fill in this information to identify the case:**

Debtor name Eclipse Berry Farms, LLC  
United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
Case number (if known): \_\_\_\_\_

☐ Check if this is an  
amended filing

**Official Form 204**

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
ADVANCE PLANT NUTRITION LLC 2888 ESTATES DRIVE APTOS, CA 95003			Disputed			\$277,805.80
AG RX, INC 751 SOUTH ROSE AVENUE OXNARD, CA 93030			Disputed			\$350,051.34
ALEX CAMANY 18825 HERITAGE CT. SALINAS, CA 93908			Disputed			\$212,242.75
AMERICAN EXPRESS BOX 0001 LOS ANGELES, CA 90096-8000			Disputed			\$870,709.60
ARMSTRONG TRANSPORT GROUP INC PO BOX 560687 CHARLOTTE, NC 28256-0687			Disputed			\$673,042.53
BNSF LOGISTICS, LLC 2710 S. 48TH STREET SPRINGDALE, AR 72762			Disputed			\$524,465.55
C H ROBINSON WORLDWIDE INC P.O. BOX 9121 MINNEAPOLIS, MN 55480-9121			Disputed			\$170,073.68

Debtor **Eclipse Berry Farms, LLC**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
CAL-TEX TRANSPORTATION, LLC PO BOX 107 VISALIA, CA 93291			Disputed			\$251,258.80
CENTRAL COLD STORAGE PO Box 742352 LOS ANGELES, CA 90074-2352			Disputed			\$163,831.69
COASTAL COOLING & LOGISTICS, LLC P.O. BOX 1338 FREMONT, CA 94538			Disputed			\$1,463,700.49
COASTAL GROWERS SUPPLY, INC. 1450 SOLOMAN ROAD SANTA MARIA, CA 93455			Disputed			\$373,066.64
CROP PRODUCTION SERVICES (649) P.O. BOX 657 SALINAS, CA 93902			Disputed			\$1,730,702.46
GEORGIA-PACIFIC CORRUGATED LLC ATTN: P.O. BOX 743348 1000 W TEMPLE ST. LOS ANGELES, CA 90012			Disputed Subject to Setoff			\$865,943.73
GOLDEN FOUR EXPRESS, LLC C/O CRECIA SUE PLAUGHER 13287 EL NOGAL AVE Visalia, CA 93292			Disputed			\$269,474.00
JERUE TRUCK BROKER, INC PO BOX 33080 Lakeland, FL 33807			Disputed			\$2,283,334.70
ROBERT MANN PACKAGING, INC 1051 S. ROSE AVENUE OXNARD, CA 93030			Disputed Subject to Setoff			\$5,997,905.58



Debtor **Eclipse Berry Farms, LLC**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
TCI BUSINESS CAPITAL, INC. 9185 PAYSHERE CIRCLE CHICAGO, IL 60674		ARORA TRANSPORTATION	Disputed			\$522,165.00
TRI CAL INC 8100 ARROYO CIRCLE GILROY, CA 95020			Disputed			\$3,044,117.15
UNIFIED CARRIERS 1105 So M STREET OXNARD, CA 93033			Disputed			\$179,015.00
Ventura Strawberry Farms, Inc. 5000 N. Parkway Calabasas Suite 107 Calabasas, CA 91302			Disputed	\$29,600,000.00	Unknown	\$8,000,000.00

**STATEMENT OF RELATED CASES**  
**INFORMATION REQUIRED BY LBR 1015-2**  
**UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

Harvest Moon Strawberry Farms, LLC (TBD)

Roselyn Farms, LLC (TBD)

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Los Angeles, CA, California.

Date: January 16, 2018



**Robert Marcus**  
Signature of Debtor

\_\_\_\_\_  
Signature of Joint Debtor

**WRITTEN CONSENT OF  
THE MANAGERS AND MEMBERS OF  
ECLIPSE BERRY FARMS, LLC  
A LIMITED LIABILITY COMPANY FORMED UNDER THE LAWS OF CALIFORNIA  
(the "Company")**

The undersigned, being the managers and members of the Company, in lieu of holding a special meeting hereby consent to the following actions and adopts the following preambles and resolutions:

**WHEREAS**, Ventura Strawberry Farms, Inc., a California corporation, and the Gilfenbain Family Trust are the members of the Company (collectively, "Members"); and

**WHEREAS**, on June 27, 2016, the Members of the Company appointed Rodolfo (Rudy) Garza the President and Chief Financial Officer of the Company; and

**WHEREAS**, on June 27, 2016, the Members of the Company appointed Rodolfo (Rudy) Garza the manager of Company ("Manager") and, on February 9, 2017, the Members of the Company appointed Gary Finkel as co-manager of the Company (collectively with Manager, the "Managers"); and

**WHEREAS**, on September 6, 2017, with the consent of the Managers and Members, the Company appointed Robert Marcus, Esq. of Maksimovich & Associates, P.C. as Chief Restructuring Officer to, *inter alia*, implement procedures to maximize the recovery for all legally interested parties (the "CRO"); and

**WHEREAS**, the Members and Managers of the Company have determined that it is desirable and in the best interest of the Company, its creditors, equity holders and other interested parties that the Company file a petition for relief under the provision of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code");

**RESOLVED**, the CRO is hereby authorized and empowered on behalf of, and in the name of, the Company to file a petition under Chapter 11 of the Bankruptcy Code, and all ancillary documents related thereto, and to cause the same to be filed with the United States Bankruptcy Court for the Central District of California; and

**RESOLVED FURTHER**, that the CRO be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed with the United States Bankruptcy Court for the Central District of California at such time as the CRO shall determine; and

**RESOLVED FURTHER**, that the CRO be, and hereby is, authorized and empowered on behalf of and in the name of the Company to execute and verify or certify all schedules, statements, lists and other papers and to take any and all action that he deems necessary in connection with the Company's Chapter 11 case and in connection with the liquidation of the

Company's assets and other obligations of the Company and to put into effect the purposes of the foregoing resolution; and

**RESOLVED FURTHER**, that the Company shall retain the law firm of Saul Ewing Amstein & Lehr LLP, as its attorneys for the purposes of filing the Chapter 11 petition, and representing the Company in the Chapter 11 case and all matters related thereto on such terms as the CRO shall determine; and

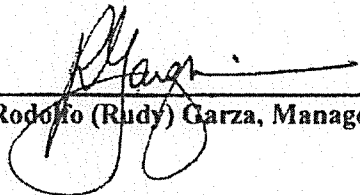
**RESOLVED FURTHER**, that the Company shall retain Murray Wise Capital LLC, as its financial advisor for the purposes of filing the Chapter 11 petition, and advising the Company in the Chapter 11 case and all matters related thereto on such terms as the CRO shall determine; and

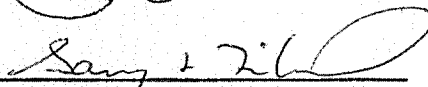
**RESOLVED FURTHER**, that CRO be, and hereby is, authorized and empowered on behalf of and in the name of the Company to retain any other attorneys, accountants, advisors, or other professionals for the purposes of filing the Chapter 11 petition, and representing or advising the Company in the Chapter 11 case and all matters related thereto on such terms as the CRO shall determine.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the undersigned has executed this Consent this 5th day of  
January, 2018.

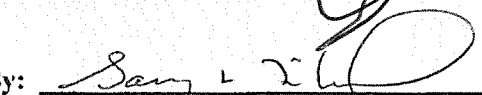
**ECLIPSE BERRY FARMS, LLC**

By:   
Rodolfo (Rudy) Garza, Manager

By:   
Gary Finkel, Co-Manager

**MEMBERS:**

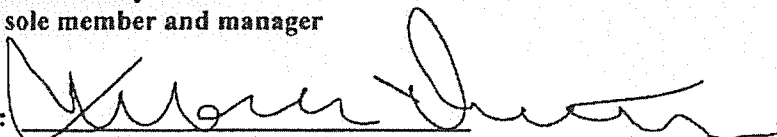
  
GILFENBAIN FAMILY TRUST

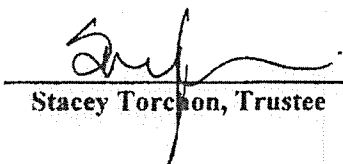
By:   
Gary Finkel, Trustee

By:   
Gloria Gilfenbain, Trustee

**VENTURA STRAWBERRY FARMS, LLC**

By: Wiviott Family Trust  
Its sole member and manager

By:   
Jeffrey R. Richter, Trustee

By:   
Stacey Torchon, Trustee